



# LEXIS Document Services

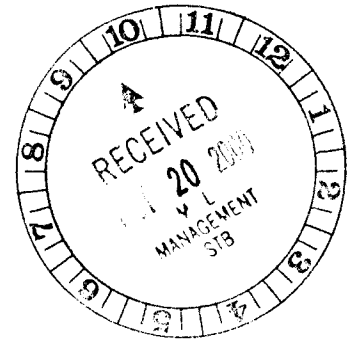
A member of the Reed Elsevier plc group

RECORDATION NO. 23172 FILED

OCT 20 2000

3-04 PM

**SURFACE TRANSPORTATION BOARD**



October 19, 2000

Taledia Stokes  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 700  
Washington D.C. 20423

Dear Taledia,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of July 20, 2000 between the following parties:

Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC  
1211 Avenue of the Americas, New York, NY 10036

Lessee: UNITED STATES GYPSUM COMPANY  
125 South Franklin Street, P.O.Box 806278, Chicago, IL. 60680-4124

**A short summary of the document to appear in the index follows:**

Memorandum of Railcar Lease between Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC and Lessee: UNITED STATES GYPSUM COMPANY. covering (25) 73' Centerbeam Lumber Flat cars with reporting marks and numbers – **See attached listing.**

Please file this memorandum as a primary document with the Surface Transportation Board and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20254.

Thank you for your prompt assistance.

Sincerely,

Rebecca Heisler  
Administrator  
Enclosure/sll

## Schedule A

<u>Quantity</u>	<u>Equipment Description</u>	<u>Car Mark and Numbers</u>
25	73' Centerbeam Lumber Flat Cars	CEFX 90010 CEFX 90046 CEFX 90059 CEFX 90089 CEFX 90097 CEFX 90111 CEFX 90114 CEFX 90116 CEFX 90123 CEFX 90131 CEFX 90139 CEFX 90142 CEFX 90144 CEFX 90154 CEFX 90155 CEFX 90156 CEFX 90157 CEFX 90161 CEFX 90167 CEFX 90176 CEFX 90177 CEFX 90220 CEFX 90242 CEFX 90245 CEFX 90293

OCT 20 '00

3-04 PM

## MEMORANDUM OF RAILCAR LEASE

## SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 20 day of July, 2000 is made by The CIT Group/Equipment Financing, Inc., a New York corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and United States Gypsum Company a Delaware corporation, with an address at 125 South Franklin Street, P.O. Box 806278, Chicago, IL 60680-4124 (the "Lessee" and, together with the Lessor, the "Parties").

## KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of July 20, 2000 covering the equipment listed on Schedule A hereto (the "Equipment");

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the Parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Janice M. Wickham  
Name: Janice M. Wickham  
Title: Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

UNITED STATES GYPSUM COMPANY

By: [Signature]  
Name: Vice President Supply Chain Management  
Title: 6/27/00

Schedule A

<u>Quantity</u>	<u>Equipment Description</u>	<u>Car Mark and Numbers</u>
25	73' Centerbeam Lumber Flat Cars	CEFX 90010
		CEFX 90046
		CEFX 90059
		CEFX 90089
		CEFX 90097
		CEFX 90111
		CEFX 90114
		CEFX 90116
		CEFX 90123
		CEFX 90131
		CEFX 90139
		CEFX 90142
		CEFX 90144
		CEFX 90154
		CEFX 90155
		CEFX 90156
		CEFX 90157
		CEFX 90161
		CEFX 90167
		CEFX 90176
		CEFX 90177
		CEFX 90220
		CEFX 90242
		CEFX 90245
		CEFX 90293